

8

ARTICLES
OF
ASSOCIATION
AND
Bye-Laws
OF THE
NORTH AMERICAN TRUST
AND
BANKING COMPANY:

ALSO,
THE GENERAL BANKING LAW,

*Passed by the Legislature of the State of New-York, under
which the Company is organized.*

New-York:
PRINTED BY J. BOOTH & SON.

1838.



Digitized by the Internet Archive
in 2017 with funding from

This project is made possible by a grant from the Institute of Museum and Library Services as administered by the Pennsylvania Department of Education through the Office of Commonwealth Libraries

OFFICERS AND COMMITTEES

OF THE

NORTH AMERICAN TRUST AND BANKING COMPANY.

OFFICERS.

JOSEPH D. BEERS, *President.*

MYNDERT VAN SCHAIK, *Vice President.*

JOHN LORIMER GRAHAM, *Counsellor and Attorney.*

WALTER MEAD, *Cashier.*

DANIEL E. TYLER, *Second Cashier.*

WILLIAM P. POWERS, *Notary.*

COMMITTEES.

OF INVESTMENT AND FINANCE.

HENRY YATES, *Chairman.*

THOMAS E. DAVIS,

GEORGE D. STRONG,

CHARLES HOYT,

ANSON G. PHELPS,

JOHN R. PETERS,

CORTLANDT PALMER,

OF FOREIGN AND DOMESTIC EXCHANGE.

THOMAS TILESTON, *Chairman.*

JAMES B. MURRAY,

HENRY H. LEEDS,

WILLIAM STEBBINS,

VALENTINE G. HALL,

HENRY H. ELLIOTT,

GILBERT ALLEN.

BY THE TWENTY FIFTH SECTION OF THE
GENERAL BANKING LAW,

Passed by the Legislature of the State of New-York,

April 18, 1838.

(See page 37)

Upon the application of Creditors or Shareholders of this Association, whose debts or shares may amount to One Thousand Dollars, and stating facts verified by affidavits, the Chancellor may, in his discretion, order a strict examination to be made by one of the masters of his Court, of all the affairs of this Association, for the purpose *of ascertaining the safety of its investments and the prudence of its management*: and the result of every such examination, together with the opinion of the Master and of the Chancellor thereon, shall be published in such manner as the Chancellor shall direct.

ARTICLES OF ASSOCIATION,
OF THE
NORTH AMERICAN TRUST AND BANKING
COMPANY.

ARTICLES OF ASSOCIATION, made and entered into, under and pursuant to an Act of the Legislature of the State of New-York, entitled, "An Act to authorize the business of Banking," passed April eighteenth, one thousand eight hundred and thirty-eight, WITNESS, that the subscribers, whose names and seals are hereto affixed, have associated themselves under and pursuant to the act aforesaid, and do certify and declare the Articles of their Association to be as follows :

ARTICLE I.

Section 1. The name assumed to distinguish the Association, and to be used in its dealings, shall be THE NORTH AMERICAN TRUST AND BANKING COMPANY. Name.

Section 2. This Association shall commence on the fourteenth day of July, one thousand eight hundred and thirty-eight, and shall terminate on the first day of November, two thousand three hundred and one. When to commence.
Duration.

Section 3. The City of New-York shall be the place where the operations of discount and deposit, and the general business of this Association shall be carried on. Location.

ARTICLE II.

Section 1. The capital stock of this Association shall be two millions of dollars, to be divided into twenty thousand shares, of one hundred dollars each, with power and authority to increase the same, as hereinafter mentioned, to fifty millions of dollars.

Section 2. The Directors of this Association shall provide and keep suitable books for the registry and transfer of the shares of the capital stock, which shall be transferable on the books of the Association, by the owners, or their attorneys, in the manner which shall be prescribed by the bye-laws.

ARTICLE III.

Section 1. All the power, rights, and privileges of each and all the Associates, and those who may become such by virtue of these articles, are hereby irrevocably delegated to, and vested in, and shall be exercised only by a Board of Directors, and such officers and agents as they shall appoint.

Section 2. The Board of Directors shall consist of forty persons.

Section 3.

JOSEPH D. BEERS,
MYNDERT VAN SCHAICK,
THOMAS E. DAVIS,
STEPHEN WHITNEY,
GEORGE D. STRONG,
THOMAS TILESTON,
JOHN R. PETERS,
AQUILA G. STOUT,
JAMES B. MURRAY,
DANIEL E. TYLEE,
PETER STUYVESANT,
GILBERT ALLEN,
ANSON G. PHELPS,

THOMAS L. SERVOSS,
JOHN L. GRAHAM,
CHARLES HOYT,
STEPHEN WARREN,
SAMUEL D. WALKER,
SHELDEN THOMPSON,
WILLIAM K. STRONG,
JAMES SEYMOUR,
JOHN C. DEVEREUX,
JONATHAN TROTTER,
CHARLES E. DUDLEY,
WILLIAM P. HALLETT,
VALENTINE G. HALL,

WILLIAM STEBBINS,
HENRY H. LEEDS,
OBADIAH HOLMES,
HENRY YATES,
RICHARD SUYDAM,
JAMES ERWIN,
HENRY H. ELLIOTT,

THOMAS W. OLCOTT,
WILLIAM M. OLIVER,
WASHINGTON HUNT,
THOMAS G. TALMAGE,
HENRY E. PIERREPONT,
DAVID E. EVANS,
CORTLANDT PALMER,

shall be the first Directors ; and their power and authority shall commence on the day that these articles shall be filed and recorded in the office of the Clerk of the City and County of New-York.

Section 4. The said Board of Directors shall be divided Classification of Directors. by lot into classes of five each, and be so arranged that the time of service of one of said classes shall expire on the first Tuesday in June next; of one at the end of one year thereafter; of one at the end of two years thereafter; of one at the end of three years thereafter; of one at the end of four years thereafter; of one at the end of five years thereafter; of one at the end of six years thereafter; of one at the end of seven years thereafter; so that five Directors shall be elected each year.

Section 5. The first election of Directors under these Election. articles shall be held in the City of New-York, on the first Tuesday in June, in the year one thousand eight hundred and thirty-nine, and thereafter on the first Tuesday in June of each year, at such time of the day, and at such place in said City as the Board of Directors for the time being shall by resolution appoint.

Section 6. Notice of the election for Directors shall be Notice thereof. published in two of the daily newspapers, printed in the City of New-York, for at least thirty days immediately preceding the day of election.

Section 7. The Board of Directors shall, previously to Inspectors. each election, appoint three persons to be inspectors of election.

Section 8. All elections for directors shall be by ballot ; Election by ballot. and each shareholder shall be entitled to one vote, in per-

son or by proxy, on each share of stock standing in his name on the books of the Association ; and the five persons having the greatest number of votes shall be Directors.

Tie at election how disposed of.

Section 9. At any election, if there shall be a failure to elect, in consequence of two or more persons having an equal number of votes, the Board of Directors shall, by ballot and by plurality of votes, determine which of the persons so having an equal number of votes, shall be the Director.

Vacancies in direction how filled.

Section 10. The Board of Directors shall have power, and it shall be their duty, to supply all vacancies that may occur in their Board, by death, resignation or otherwise, during the ensuing year, and the year ensuing each annual election ; and the person or persons so appointed, shall hold the place or places for the same term that the person or persons, in whose place or places he or they shall be appointed, would have held the same.

Directors must be Stockholders.

Section 11. Every Director shall be or become a stockholder to the amount of at least fifty shares, before acting as a Director, and within sixty days after his appointment or election ; and any Director not being or becoming a shareholder to the amount of fifty shares within sixty days after his appointment or election, or afterwards ceasing to be a shareholder to that amount, shall thereby vacate his place as such Director, and his place shall be supplied by the Board of Directors, as provided by section ten of this article.

ARTICLE IV.

Officers.

Section 1. The Board of Directors are hereby authorized and empowered to appoint one of their number President ; and to appoint a Vice President and Cashier, and such other officers and agents as the business of the Association shall require ; and to remove such President, Vice President, Cashier, officers, and agents at pleasure, and appoint others in their stead.

Section 2. The Board of Directors shall have authority Quorum. to determine what number of Directors shall constitute a quorum for business, and to make such bye-laws, rules, and Bye-Laws. regulations for the management of the business of the Association, and the government of themselves, officers, and agents, as they may think expedient, not inconsistent with law, or these Articles of Association; and such bye-laws, rules, and regulations to alter at pleasure.

Section 3. The Board of Directors shall have power, General business of Association. on behalf of the Association, to carry on the business of banking, by discounting notes, bills, and other evidences of debt; by receiving deposits on interest or otherwise; by buying and selling gold and silver bullion, foreign coin, and bills of exchange, in such manner as they may see fit, for any purposes not prohibited by law; by giving to those who make deposits of money or other things, such receipts, bonds, bills, notes, or other evidences of debt, as may be lawful; by loaning money on real and personal security, and by exercising all the incidental powers necessary to carry on such business; and also, to exercise such other powers, and transact such other business as the said Association are or may be authorized by law to exercise and transact.

Section 4. The Directors may deposite with, or transfer May obtain circulating notes or bills. to, the Comptroller of the State of New-York, such part of the capital stock, assets, or securities of the Association as is authorized by law, and receive from him circulating bills or notes, according to the provisions of the aforesaid statute, to loan and circulate as money, according to law.

Section 5. The Board of Directors may establish agen- Agencies. cies, and appoint all officers and agents necessary to take charge thereof.

Section 6. The Board of Directors are hereby authorized to increase the number of Associates, and the capital stock of this Association, from time to time, until the capital shall amount to fifty millions of dollars. Increase of capital.

Manner of in-
crease.

Section 7. The time and mode of increasing the capital and requiring the payment thereof, shall be fixed and determined by the Directors in a manner not inconsistent with law and these Articles of Association.

How increase
to be secured

Section 8. The capital stock, and all increase of the same, shall be paid at such times and in such proportions as the Directors may, from time to time, direct; and the first named twenty thousand shares may be paid in any of the securities in which the Directors are authorized to invest the capital stock.

Calls for in-
sta-ments.

Section 9. No call shall be made for the payment of stock except by a notice to be published daily for four successive weeks, in two newspapers printed in the City of New-York.

Unpaid stock
shall be for-
feited.

Section 10. If any shareholder shall omit to make payment, pursuant to any call of the Directors, the shares on which payment is omitted to be made, shall be forfeited to the use of the Association, together with all previous payments made thereon.

Certificates
of stock when
issued.

Section 11. Each shareholder may at any time pay to the Association the amount unpaid on any share standing in his name, so as to make the same full stock; and thereupon shall be entitled to receive a certificate accordingly: but no certificate shall be given to any shareholder until all the instalments due or to become due, shall have been paid, and the same made full stock.

Annual state-
ment of
affairs.

Section 12. The Board of Directors shall exhibit annually to the shareholders a statement of their affairs, verified by the oath or affirmation of the President or Vice President and Cashier, which statement shall be printed for the use of the stockholders.

Dividends.

Section 13. Dividends of so much of the interest and profits of the Association as shall be deemed expedient by the Directors, shall be declared and paid half yearly during the months of January and July, in each year.

Section 14. A majority of the Board of Directors are hereby authorized to accept for the Associates any act or acts of incorporation, and all other powers and privileges that may be conferred by law. May accept any act of incorporation.

ARTICLE V.

Section 1. The President of the Association for the time being, is hereby indicated and declared to be the person to whom conveyances of real estate shall be made, to take and hold the same as Trustee for the Association, or the shareholders thereof. Trustee.

ARTICLE VI.

Section 1. At least one half of the capital stock, and of any increase of capital, shall be from time to time permanently invested in bonds, drawing interest, secured by mortgages on unincumbered real estate within the United States, worth at least fifty per cent. more than the amount of such bond and mortgage: and one half of the residue of said capital stock, and of any increase thereof, shall be invested in the same manner, or in the public debt of the United States, or of any State of the Union, or of any incorporated City in the United States. How capital secured.

ARTICLE VII.

Section 1. No Director or shareholder in this Association shall be liable in his individual capacity for any contract, debt, or engagement of this Association. Stockholders not personally liable.

I, JOSEPH HOXIE, Clerk of the City and County of New-York, and also, Clerk of the Court of Common Pleas for the said City and County, do CERTIFY, that I have compared the preceding copy with the original thereof, on file and recorded in my office, and that the same is a correct transcript therefrom, and of the whole of such original.

IN TESTIMONY WHEREOF, I have hereunto
subscribed my name, and affixed the seal of the
L. S. said Court of Common Pleas, this seventeenth
day of July, in the year one thousand eight
hundred and thirty-eight.

JOSEPH HOXIE, *Clerk.*

STATE OF NEW-YORK, }
SECRETARY'S OFFICE. }

I have compared the preceding with a certain transcript or exemplification of the Articles of Association of the North American Trust and Banking Company, filed this day in this office, and do CERTIFY, that the same is a correct transcript therefrom, and of the whole of said transcript or exemplification.

ARCH'D CAMPBELL, *Dep. Secretary,*

Albany, July 18, 1838.

BYE-LAWS
OF THE
NORTH AMERICAN TRUST
AND
BANKING COMPANY.

ARTICLE I.

Departments of Business.

Section 1. The business of the Company shall be conducted under two divisions :

**Two
Divisions.**

1. The one shall consist of the business relating to bonds and mortgages, and other securities, and of all funds not specially appropriated for the purpose of discounting.
2. The other shall be organized for the purpose of discount and deposite, and shall have a specific amount of cash capital assigned it, to the employment of which its operations are to be confined ; and whenever any addition is made by the Board to the capital so employed, it shall be a permanent appropriation, so as to enable that department to extend and preserve its discounts upon a basis not liable to fluctuation.

The securities taken in each division are to be kept in distinct books.

Section 2. There shall be two Departments established under the immediate supervision and direction of two distinct Committees.

**Two
Departments**

1. All business relating to the investment of the capital stock, or any other funds received on deposit upon

Committee
of Invest-
ments and
Finance.

interest, or loaning any such funds other than capital, on a pledge of stocks or other personal securities, holding and managing any lands taken in payment of debts, and selling the same, shall be managed by a Committee of Investments and Finance.

Committee
of Foreign &
Domestic Ex-
change.

2. All business relating to the purchase or sale of bills of exchange, shall be managed and conducted by a Committee of Foreign and Domestic Exchange.

Committees
to consist of
seven Direc-
tors.

Section 3. The Committee of Investments and Finance, and the Committee of Foreign and Domestic Exchange, shall each consist of seven Directors. No one Director shall act upon both Committees. The President, Vice

Ex Officio
members.

President, and Counsel of the Board shall be ex-officio members of each Committee; and it shall be their duty, respectively, to attend the meetings of the Committee. The

Committees
when & how
appointed.

Committees shall be appointed at each annual meeting of the Board, by Ballot, at which at least a majority of the whole number of Directors shall be present; and shall hold their appointments until their successors shall in like manner

To hold
meetings and
keep minutes

be appointed. Each of said Committees shall hold regular and special meetings, as a majority of each may designate; and they shall respectively preserve minutes of their proceedings, to be kept in books to be provided for that purpose, which shall at all times be open to the inspection of any

To make
quarterly re-
ports.

Director. Each Committee shall make quarterly reports of its proceedings to the Board.

Duties of
Committee of
Investments
and Finance.

Section 4. The Committee of Investments and Finance shall superintend and direct all investments that shall be made of the capital and other funds of the Company, not appropriated by the Board to the fund for discounting, in pursuance of the requirements of the Articles of Association, and of these Bye-Laws, and shall receive and audit all accounts against the Company.

Cashier to
keep minutes
of Committee
of Foreign
& Domestic
Exchange.

Section 5. It shall be the duty of the Cashier to keep accurate minutes of the proceedings of the Committee of

Foreign and Domestic Exchange; and of the Second Cashier to keep the minutes of the proceedings of the Committee of Investments and Finance. And they shall respectively sign the notices of the meetings of said Committees.

2d Cashier
to keep min-
utes of Com-
mittee of In-
vestments &
Finance.

ARTICLE II.

Bonds and Mortgages and other Securities.

Section 1. That division of business which relates to bonds and mortgages and other securities, not appropriated to the banking department, shall be under the immediate care and superintendence of the Vice President and Second Cashier.

To be under
the care of
Vice Presi-
dent and 2d
Cashier.

Section 2. The Second Cashier shall lay before the Board of Directors, at their quarterly meetings, and oftener if required, a statement of the manner in which the funds of the Company in that department have been invested. He shall furnish all necessary books and stationery for his department, and present the bills for the same to the Quarterly Committee, and the same shall be carried to the account of incidental expenses.

Quarterly
statement to
be made.

Section 3. All bonds and mortgages and other securities relating to real estate, shall be taken in the name of the President, in trust for the Company and shareholders thereof. He shall have power to assign, cancel, and discharge all mortgages, judgments, and other instruments held by him in trust for the Company, with the sanction and approbation of the Committee of Investments and Finance: and he may, with the approval of said Committee, appoint an attorney or attorneys, with power of substitution, to execute and perform the duties imposed upon him by this bye-law.

Real Estate
securities to
be taken in
name of the
President.

His power.

Section 4. The Stock of the Company may be issued, and loans of money made for bonds secured by mortgage

Stock may
be issued &
Loans made.

of unincumbered real estate, worth at least fifty per cent more than the amount of such bond and mortgage.

Real Estate
out of New-
York City
to be ap-
praised.

Section 5. All real estate out of the City of New-York, taken as security, shall be appraised by two respectable freeholders, resident near the premises, to be valued, who shall give their opinion in writing, as to the cash value of the property. The respectability of such appraisers to be established, and their appraisal confirmed by the certificate of a person of standing in the County or State, where the real estate is situated; which appraisal and certificate shall be kept on the files of the Company.

Certificates
filed.

Loans.

Section 6. Loans shall be made only on the fee simple estate of lands, tenements and hereditaments.

Period of
Loan.

Section 7. The principal moneys may remain for five years, provided the interest is punctually paid.

Principal to
be collected if
interest is not
paid within
30 days after
it is due.

Section 8. If the interest is not paid within thirty days after the time fixed for its payment, the principal shall be collected.

Borrower
can pay any
part of the
principal.

Section 9. The borrower shall be allowed at any time, to pay the whole or any part of the principal moneys, unless it is otherwise agreed in his bond.

Borrower to
give his own
bond.

Section 10. Parties assigning bonds and mortgages, must give their own bond for the sum borrowed upon the same.

Estimate of
the value of
buildings.

Section 11. In determining the value of real estate, the buildings or improvements subject to destruction by fire or otherwise, shall be estimated separately, and the proportion of the loan to be made, predicated on the value of such buildings, shall not exceed the amount insured thereon.

Buildings to
be insured
and policy
assigned to
the Company

Section 12. Buildings or other improvements subject to destruction by fire shall be insured for at least one half their value, for the period of the loan, at an Insurance office, or offices to be designated by the Company; and the policy shall be assigned by the borrower to the Company, as collateral to his bond.

Section 13. No loans upon real estate out of the City of New-York, shall be made for a less sum than five hundred dollars. Amount of Loan.

Section 14. All bonds secured on real estate shall provide for the payment of seven per centum per annum; the interest to be paid semi-annually on the first days of May and November in each year, in the City of New-York. The interest to commence from the day when the stock of the Company or the money, is actually advanced to the borrower. Rate of interest 7 per cent.

Section 15. The title to the real estate mortgaged to the Company, is to be approved by the Counsel of the Company in the City of New-York, before the loan can be made. Titles to be approved by the Counsel of the Company.

Section 16. The borrower is to pay all legal and proper expenses attending the drawing, acknowledging and recording of papers, and the examination of his title. Borrower to pay expenses of examining title &c.

Section 17. All applications for loans are to be made directly to the Company. Applications for loans to be made to Company.

Section 18. No loan or exchange of stock for bonds and mortgages shall be made, if any two of the members of the Committee of Investments and Finance object to the same, on the ground of insufficiency of security at the time the same is passed upon by the Committee. No loan to be made if two members of Committee object to it.

Section 19. The Board shall determine what funds of the Company, other than its capital, shall be invested in real estate securities, and what in personal securities. Board to determine in what manner funds other than capital shall be invested.

Section 20. The Company shall not purchase real estate on which debts are secured to them, at a greater price than is necessary to secure the collection of the debt, and save the Company harmless. Company not to purchase real estate for a greater amount than to secure their debt.

Section 21. If the Company become the holder of real estate by purchase made for the collection or security of its debts, the same shall be sold as soon as the amount necessary to save the Company harmless can be realized from such sale. If purchased for that purpose to be sold when they can be saved from loss.

No real estate to be owned by the Company except for offices, etc.

Section 22. Except for the purpose of securing suitable accommodations for the transaction of business, and for the purpose of collecting debts, or preventing loss of money secured on real estate; the Company shall not, directly or indirectly, hold any such estate in its own right.

ARTICLE III.

Discounts, Deposits, and Circulation.

Board to direct what amount to be used in discounting.

Section 1. The Board shall direct from time to time, what amount of the capital and funds of the Company shall be used in discounting negotiable notes, and all such discounts shall be made under the direction of the Board.

When funds to be taken from general fund and placed to debit of Discounting Department.

Section 2. Whenever the Board shall decide that it is expedient to commence discounting, funds to the amount they shall from time to time designate, shall be taken from the general fund and placed to the debit of the Discounting Department.

President & Cashier to superintend the banking business.

Section 3. It shall be the special duty of the President and Cashier to watch over and superintend the general concerns and operations of the banking business of the Company.

And to have control of clerks, &c. in Discounting Department.

Section 4. The President and Cashier shall have the control of the clerks and servants in the Discounting Department, and shall assign to each such portion and such kind of duties as to them may seem proper: and it shall be their duty to report to the Board such instances of incapacity, neglect, or bad conduct, as they may discover.

Duty of Cashier.

Section 5. The Cashier shall especially watch over the internal operations of the Banking Department. It shall be his duty to lay before the Board of Directors on discount days, all notes and bills offered for discount, a list of all discounted paper under protest, and of all overdrawings; and to furnish them with a statement of the

funds and affairs of that department, and the liability of the Directors both as drawers and endorsers, together with all such information as the Board may require, or he may think of sufficient importance to communicate. It shall also be his duty to purchase and procure all such books, stationery and other articles as may be required in the Banking Department; and the bills of the same shall be submitted to the Quarterly Committee for examination, and carried to the account of incidental expenses.

Section 6. The whole amount of discounts by the Company shall not exceed twice and a half the sum appropriated by the Board of Directors to that object. Amount of discounts.

Section 7. Discounts shall not be made to the Directors of the Company, or upon paper upon which such Directors or any of them, shall be responsible to an amount exceeding in the aggregate one third of the amount of funds appropriated to discounting. Discounts to Directors.

Section 8. The Directors shall not discount any note with the intent of enabling any stockholder to withdraw any part of the amount paid or secured to be paid by him on his stock. Not to discount a note to enable a stockholder to withdraw amount paid on his stock.

Section 9. The notes or bills issued by the bank for circulation, shall be signed by the President or Vice President and Cashier. Bills of exchange drawn by the bank, certificates of deposit, and the bonds of the Company, shall be signed by the President or Vice President, and by the Cashier or Second Cashier. Notes, Bills, Bonds, &c. by whom signed.

Section 10. No Clerk in the Discounting Department shall open an account with the Company. No Clerk to open account with the Co.

Section 11. All stocks and other securities which shall have been pledged to the Company as collateral, or otherwise, (excepting bonds and mortgages on real estate) shall be placed in the name of the President or Vice President of the Company. It shall be the duty of the officer holding such security, when the debt for which the same is held is Securities, except bonds and mortgages, in whose hands to be placed. To be re-transferred when debt is paid.

President &
Vice President
empowered to cancel
securities.

paid, to re-transfer the same to the owner thereof, or such other person as he shall direct. And said officer shall do all things necessary to cancel all claim of the Company to such securities; and for that purpose the President and Vice President, or either of them, are constituted the Attorneys of the Company, with full power to make all necessary transfers, assignments, releases, and discharges; and, if requisite, either of them may substitute any other person with like special powers to transfer, assign, release, and discharge.

Private ac-
counts not to
be inspected.

Section 12. No Director without special permission from the Board, shall be allowed to inspect the cash account of any person with the Banking Department.

Business to
be kept
secret.

Section 13. All the business of the Banking Department, and all proceedings, votes, debates, and transactions of the Directors in that Department, shall be strictly confidential, and shall not in any manner be divulged, except when required by some competent legal authority.

Secretary.

Section 14. The Cashier shall act as Secretary of the Directors, and in his absence the Second Cashier shall act; in the absence of both, a Secretary pro tem shall be appointed by a majority of the Directors present.

Regular
meetings.

Section 15. The regular meetings of the Board of Directors for discounting, shall be on Tuesdays and Fridays of each week, at such hours as the Board may from time to time designate. At such meetings seven shall constitute a quorum.

No discounts
made to per-
sons whose
accounts are
overdrawn,
or whose
notes are
protested.

Section 16. No loan shall be made to, and no bill or draft shall be discounted for any person or company, whose account stands overdrawn; or a note, draft, or bill, to which such person or company is a party, remains due and unpaid, except in payment or renewal of such protested note, bill, or draft, or as further security for such over-drawing.

No discount
if two Direc-
tors vote
against it.

Section 17. No discount shall at any time be made if two of the Directors vote against it.

ARTICLE IV.

Meetings of the Board of Directors.

Section 1. There shall be stated Quarterly Meetings of the Directors, on the second Tuesday of June, September Quarterly meetings. December, and March.

Section 2. At such meetings the President shall make a report of the transactions of the Company during the preceding quarter, shewing the condition of the institution. President to make report.

Section 3. The account books of the Company shall be regularly balanceed quarter yearly. Account books to be balanced quarterly.

Section 4. At each quarterly meeting of the Board of Directors, a Committee of three of the Directors, not officers of the Company, shall be chosen by ballot, whose duty it shall be to make a careful and thorough examination of the books and accounts of the institution, to count all the money, and examine the securities and money vouchers; and generally to make such examination as will be necessary to detect any mismanagement or errors in any of the concerns of the institution; and to make a full report in writing of such examination to the Board of Directors. And it shall be the duty of such Committee to make and verify all statements which are or may be hereafter required to be made by law to public officers. Com. to be appointed at each quarterly meeting to examine the books & accounts etc

Section 5. The President, and in his absenee, the Vice President shall have power to convene the Board when in his opinion the interest of the institution requires it. And on being required by three members in writing, it shall be the duty of the President or Vice President, as the ease may be, to convene the Board. When Board may be convened.

Section 6. All notices of the meetings of the Board shall be signed by the Cashier or Seecnd Cashier. Cashier or 2d Cashier to sign notices of meetings.

- Quorum.** *Section 7.* Eleven Directors shall constitute a quorum for the transaction of business, other than discounting.
- Notice of meetings to non-resident Directors.** *Section 8.* Directors residing out of the City of New York, need not be notified to attend any other than quarterly meetings of the Board, unless in the opinion of the President, or of any three Directors, the attendance of such non-resident Directors is important at a special meeting.
- Who to preside.** *Section 9.* The President shall preside at all meetings of the Board, and in his absence, the Vice President shall officiate; and in the absence of both, a president pro tem. shall be chosen by a majority of the Directors present.
- Rules.** *Section 10.* The following shall be the rules for the government of the Board while in session.
- Call to order.** 1. The Board shall be called to order by the presiding officer.
- Minutes of previous meetings to be read and approved.** 2. The Secretary shall read the minutes of the previous meeting, and after such corrections as may be necessary, a vote approving of the minutes shall be taken and recorded.
- Cashier and 2d Cashier's statements.** 3. The Cashier and Second Cashier shall present such statements as their duty requires them to make to the Board.
- Questions of priority of business, and of order how decided.** 4. The President shall decide all questions of priority of business called up by different members at the same time: also all questions of *order*, from which decisions upon questions of order, any member may appeal to the Board.
- Committees how appointed.** 5. Except when the Board by resolution shall otherwise direct; the President shall appoint all committees, whose appointment is not otherwise provided for by these bye-laws.
- Leave of absence.** 6. No Director shall absent himself from the Board after it shall have been called to order, without leave of the President.

7. If any Director have an interest in a question, he may make such explanations and argument as he may deem necessary ; but shall withdraw from the Board pending the discussion and decision of the Board. Questions in which Directors are interested.
8. The Secretary shall at each meeting of the Board, enter the names of the Directors present. Names of Directors present to be entered.
9. Any member may require the yeas and nays to be taken and recorded upon any question to be passed upon by the Board. Yeas & nays.
10. A motion to adjourn shall always be in order, and shall be decided without debate. Motion to adjourn.
- Section 11.* Every report of a Standing or Special Committee, shall be in writing, and signed by the members of the Committee assenting thereto. Report of Committees to be in writing and signed.

ARTICLE V.

Officers and their Duties.

Section 1. The officers of the Company shall consist of a President, Vice-President, Counsellor and Attorney, Cashier, second Cashier, and Notary each of whom, except the President and Vice President, shall be removable by a resolution of the Board, a majority of the whole Board voting in favour of such removal. Officers.
How removed.

Section 2. The Committee of Investments and Finance may from time to time nominate such other officers, assistants and clerks, as they may deem essentially necessary to conduct the business of the Company, subject to the approval of the Board. Committee of Investments and Finance to nominate other officers.

Section 3. The officers enumerated in the first section of this Article shall be chosen by ballot, at a Meeting of the Board of Directors to be convened for the purpose; and a majority of those present shall be necessary to a choice. All the Directors shall be notified of such meeting and its ob- Chosen by ballot at a meeting for that purpose.
Notices of such meetings.

ject, and sufficient time shall be given to enable the non-resident Directors to attend the same.

Oath of office. *Section 4.* The Cashier, Second Cashier, Clerks and servants of the Company shall, previous to the entering upon their duties, subscribe an oath, as follows—

“I do solemnly swear, (or affirm, as the case may be) that I will preserve strict secrecy in relation to all discounts, debates, transactions, and concerns of the North American Trust and Banking Company, unless required by legal authority to give testimony concerning the same; and that I will faithfully discharge the duties of the office to which I am appointed, according to the best of my ability; and also all other duties which may be assigned to, or undertaken by me in relation to the said Company.”

**Officers,
Assistants,
and Clerks
to give bonds.**

Section 5. All the officers (excepting the President, Vice President and Counsellor and Attorney) and the assistants and Clerks of the Company, shall each give bonds for the faithful performance of his duties, with sureties. The Committee of Investments and Finance shall fix the amount of said bonds respectively, and decide upon the sufficiency of the sureties. New or additional sureties may be required. No Director shall be accepted as surety in any case.

**President to
have the cus-
tody of them.**

Section 6. The President shall have the custody of the bonds given by the officers and servants of the Company.

**Salaries how
fixed.**

Section 7. The salaries of all officers shall be fixed by the Directors, and may be altered from time to time at any quarterly meeting of the Board.

When paid.

Section 8. The salaries of all officers shall be paid monthly.

**Funds of
Com'y. not to
be applied to
the purchase
of its own
stock.**

Section 9. The Directors shall not apply any portion of the funds of the Company, directly or indirectly, to the purchase of shares of its own stock.

**In the ab-
sence of the
President,
Vice Pres't.
to perform
his duties.**

Section 10. In the absence of the President from the office of the Company, the Vice President shall exercise the same functions, and perform all the duties, in the same

manner and to the same extent that the President could if present, by virtue of the Articles of Association, or the Bye-Laws of the Company.

Section 11. In the absence of the Cashier from the office of the Company, the Second Cashier shall exercise all the powers, and perform all the duties of the Cashier.

In the absence of the Cashier 21
Cashier to perform his duties.

Section 12 The Cashier and Second Cashier shall each make out a statement of the business and condition of his department; and a statement of the profits and losses which have accrued during the six months next preceding the making such statement, and furnish the same to the Committee of Investments and Finance, at least ten days before the day of declaring a dividend of the profits of the Company, semi-annually. And the Committee of Investments and Finance shall, after ascertaining the correctness of such statements, by a careful examination of the books of the Company, make a full report thereon to the Board of Directors, in which they shall set forth distinctly the profits and losses, if any, of each department, together with their opinion of the amount which it is expedient to divide.

Cashier and 2d Cashier to make statements before day of declaring dividend.

Committee of Investm'ts, and Finance to report to the Board.

ARTICLE VI.

Transfers of Stock.

Section 1. Transfers of stock shall be made at the office of the Company, by the owner or by his attorney, in the transfer book kept by the Company.

To be made at the office of the Co.

Section 2. New certificates of stock shall be issued when required, but only upon surrender of the old certificate.

New certificates when to be issued.

Section 3. All certificates of shares in the stock of the said Company shall be signed by the President or Vice President, and by the Cashier or Second Cashier.

How signed.

Section 4. Certificates of shares of stock may be issued to any stockholder who may desire to send the same to foreign countries, with coupons annexed, for the payment of

May be issued with coupons, interest payable in London.

the dividends thereon in the City of London. The form of such certificate and coupons, the rate of commission to be allowed for paying the dividends in London, and the selection of the agent for making the payment at that place, to be determined from time to time by the Committee of Investments and Finance.

In case of loss of certificate, affidavit to be made.

Section 5. If a certificate of stock be required in lieu of one lost or destroyed, the owner thereof, before he shall be entitled to such new certificate, shall publish for six weeks successively, in a daily newspaper, in or nearest the place where such certificate is supposed to have been lost or destroyed, and also in one of the daily newspapers in the City of New-York, a notice of the loss or destruction of such certificate, describing the same by its number, date, and the amount of stock it represented, and stating the manner and circumstances attending its loss or destruction; and shall also deliver to the Cashier an affidavit of such loss or destruction, as is stated in such notice; and shall also give such bond of indemnity to the Company, with ample sureties, as may be required by the Committee of Investments and Finance, whereupon a new certificate of stock may be issued in lieu of that alleged to be lost or destroyed.

New certificate to be issued.

Stock given in lieu of securities to be placed in the names of the parties giving securities.

Section 6. Stock of the Company taken in lieu of securities given to the Company, shall be placed on the books of the Company in the name of the parties who give or transfer such securities.

Transfer books when closed.

Section 7. The books of transfer shall be closed for seven days immediately preceding each of the days appointed for paying dividends made by the Company. The time may be extended by a vote of the Committee of Investments and Finance. Public notice of closing the books

Public notice thereof to be given.

shall be given by the Cashier.

ARTICLE VII.

Bye-Laws.

Section 1. The Bye-Laws of the Company shall only be repealed or altered by a vote of a majority of the whole Board of Directors. How repealed or altered.

Section 2. Amendments or alterations of the Bye-Laws shall not be taken up and acted on at the same meeting of the Board at which such amendments or alterations are offered. Amendment or alteration.

Section 3. Special notice shall be given to each Director of the amendment or alteration, immediately after the same is proposed, designating the time when the same will be considered by the Board of Directors. Special notice thereof.

Section 4. Any Bye-Law may be suspended at a meeting of the Directors, by the unanimous vote of all present, when the number present consists of at least eleven. Bye-Law may be suspended.

GENERAL BANKING LAW.

AN ACT

TO AUTHORIZE THE BUSINESS OF BANKING.

Passed April 18, 1838.

*The People of the State of New-York, represented in
Senate and Assembly, do enact as follows :*

Section 1. The Comptroller is hereby authorized and required to cause to be engraved and printed in the best manner, to guard against counterfeiting, such quantity of circulating notes, in the similitude of bank notes, in blank, of the different denominations authorized to be issued by the incorporated banks of this State, as he may from time to time deem necessary, to carry into effect the provisions of this act, and of such form as he may prescribe. Such blank circulating notes shall be countersigned, numbered, and registered in proper books, to be provided and kept for that purpose in the office of said Comptroller, under his direction, by such person or persons as the said Comptroller shall appoint for that purpose, so that each denomination of such circulating notes shall all be of the same similitude, and bear the uniform signature of such register, or one of such registers.

Comptroller
to provide
circulating
notes.

Which are to
be counter-
signed and
registered in
his office.

On transfer of public stock, circulating notes to be delivered to association.

Section 2. Whenever any person or association of persons formed for the purpose of banking under the provisions of this act, shall legally transfer to the Comptroller any portion of the public debt now created, or hereafter to be created by the United States, or by this State, or such other States of the United States as shall be approved by the Comptroller, such person or association of persons shall be entitled to receive from the Comptroller an equal amount of such circulating notes, of different denominations, registered and countersigned as aforesaid: but such public debt shall in all cases be, or be made to be, equal to a stock of the State producing five per cent. per annum; and it shall not be lawful for the Comptroller to take any stock at a rate above its par value.

Stock to be equal to a 5 per cent stock of this State.

When notes may be circulated as money.

Section 3. Such person or association of persons are hereby authorized, after having executed and signed such circulating notes in the manner required by law, to make them obligatory promissory notes, payable on demand, at the place of business within this State, of such person or association, to loan and circulate the same as money, according to the ordinary course of banking business, as regulated by the laws and usages of this State.

If notes are not redeemed in lawful money, Comptroller to redeem with Trust Fund.

Section 4. In case the maker or makers of any such circulating note, countersigned and registered as aforesaid, shall at any time hereafter, on lawful demand, during the usual hours of business, between the hours of ten and three o'clock, at the place where such note is payable, fail or refuse to redeem such note in the lawful money of the United States, the holder of such note making such demand may cause the same to be protested for non-payment by a notary public, under his seal of office, in the usual manner: and the Comptroller, on receiving and filing in his office such protest, shall forthwith give notice in writing to the maker or makers of such note to pay the same; and if he or they shall omit to do so for ten days after such notice, the Compt-

roller shall immediately thereupon, (unless he shall be satisfied that there is a good and legal defence against the payment of such note or notes) give notice in the State paper that all the circulating notes issued by such person or association, will be redeemed out of the Trust funds in his hands for that purpose ; and it shall be lawful for the Comptroller to apply the said Trust funds belonging to the maker or makers of such protested notes, to the payment and redemption of such notes, with costs of protest, and to adopt such measures for the payment of all such circulating notes put in circulation by the maker or makers of such protested notes, pursuant to the provisions of this act, as will, in his opinion, most effectually prevent loss to the holders thereof.

Section 5. The Comptroller may give to any person or association of persons so transferring stock, in pursuance of the provisions of this act, powers of attorney to receive interest or dividends thereon, which such person or association may receive and apply to their own use ; but such powers may be revoked upon such person or association failing to redeem the circulating notes so issued, or whenever, in the opinion of the Comptroller, the principal of such stock shall become an insufficient security : and the said Comptroller, upon the application of the owner or owners of such transferred stock in trust, may, in his discretion, change or transfer the same for other stocks of the kinds, before specified in this act, or may re-transfer the said stocks, or any part thereof, or the mortgages, or any of them hereinafter mentioned and provided for, upon receiving and cancelling an equal amount of such circulating notes delivered by him to such person or association, in such manner that the circulating notes shall always be secured in full, either by stocks, or by stocks and mortgages, as in this act provided.

Powers of Attorney to be given to owners to receive dividends on trust fund.

When to be revoked.

Stocks may be changed or retransferred.

Section 6. The bills or notes so to be countersigned, Bills how to be stamped.

and the payment of which shall be so secured by the transfer of public stocks, shall be stamped on their face, "Secured by the pledge of public stocks."

Bonds and mortgages to be taken for one half of notes delivered.

Section 7. Instead of transferring public stocks as afore-said to secure the whole amount of such bills or notes, it shall be lawful for such person or association of persons, in case they shall so elect, before receiving any of the said bills or notes, to secure the payment of one half of the whole amount so to be issued, by transferring to the Comptroller, bonds and mortgages upon real estate, bearing at least six per cent. interest of this State, payable annually or semi-annually; in which case all such bills or notes issued by the said person or association of persons, shall be stamped on their face, "Secured by pledge of public stocks and real estate."

How bills to be stamped in such case.

Character of mortgages, titles, and value of lands how ascertained.

Section 8. Such mortgages shall be only upon improved, productive, unincumbered lands, within this State, worth, independently of any buildings thereon, at least double the amount for which they shall be so mortgaged; and the Comptroller shall prescribe such regulations for ascertaining the title and the value of such lands as he may deem necessary; and such mortgages shall be payable within such time as the Comptroller may direct.

When bonds and mortgages may be re-assigned.

Section 9. The Comptroller may in his discretion re-assign the said bonds and mortgages, or any of them, to the person or association who transferred the same, on receiving other approved bonds and mortgages of equal amount; and when any sum of the principal of the bonds and mortgages transferred to the Comptroller shall be paid to him, he shall notify the person or association that transferred the bonds and mortgages of such payment, and may pay the same to such person or association, on receiving other approved bonds and mortgages of equal amount.

Proceedings when principal of trust fund is paid to Comptroller.

Owners of mortgages to receive interest, except in certain cases.

Section 10. The person or association of persons assigning such bonds and mortgages to the Comptroller, may

receive the annual interest to accrue thereon, unless default shall be made in paying the bills or notes to be countersigned as aforesaid, or unless in the opinion of the Comptroller the bonds and mortgages or stocks so pledged shall become an insufficient security for the payment of such bills or notes.

Section 11. In case such person or association of persons shall fail or refuse to pay such bills or notes on demand, in the manner specified in the fourth section of this act, the Comptroller, after the ten days notice therein mentioned, may proceed to sell at public auction the public stocks so pledged, or the bonds and mortgages so assigned, or any or either of them, and out of the proceeds of such sale shall pay and cancel the said bills or notes, default in paying which shall have been made as aforesaid: but nothing in this act contained shall be considered as implying any pledge on the part of the State for the payment of said bills or notes, beyond the proper application of the securities pledged to the Comptroller for their redemption.

When pledged securities to be sold, and how.

Proceeds to be applied to payment of bills.

Section 12. The public debt and bonds and mortgages to be deposited with the Comptroller by any such person or association, shall be held by him exclusively for the redemption of the bills or notes of such person or association put in circulation as money, until the same are paid.

Pledged securities to be held exclusively for redemption of circulating notes.

Section 13. The plates, dies, and materials to be procured by the Comptroller for the printing and making of the circulating notes provided for hereby, shall remain in his custody and under his direction: and the expenses necessarily incurred in executing the provisions of this act shall be audited and settled by the Comptroller, and paid out of any moneys in the treasury not otherwise appropriated; and for the purpose of re-imbursing the same, the said Comptroller is hereby authorised and required to charge against and receive from such person or association applying for such circulating notes, such rate per cent thereon as may be

Plates &c. to remain in custody of Comptroller.

Expenses in executing this act how paid.

sufficient for that purpose, and as may be just and reasonable.

Comptroller
not to coun-
tersign bills
beyond secu-
rities pled-
ged.

Section 14. It shall not be lawful for the Comptroller, or other officer, to countersign bills or notes for any person or association of persons, to an amount in the aggregate exceeding the public debt, or public debt and bonds and mortgages at their value, as provided in the second section of this act, deposited with the Comptroller by such person or association; and any Comptroller or other officer who shall violate the provisions of this section, shall, upon conviction, be adjudged guilty of a misdemeanor, and shall be punished by a fine not less than five thousand dollars, or be imprisoned not less than five years, or by both such fine and imprisonment.

Penalties for
violation of
this provision

Number of
associates &
amount of
capital stock.

Section 15. Any number of persons may associate to establish offices of discount, deposit and circulation, upon the terms and conditions, and subject to the liabilities prescribed in this act; but the aggregate amount of the capital stock of any such association shall not be less than one hundred thousand dollars.

Association
to make a
certificate, &
its contents.

Section 16. Such persons under their hands and seals, shall make a certificate which shall specify;

1. The name assumed to distinguish such association, and to be used in its dealings;

2. The place where the operations of discount and deposit of such association are to be carried on; designating the particular city, town or village;

3. The amount of the capital stock of such association, and the number of shares into which the same shall be divided.

4. The names and places of residence of the shareholders, and the number of shares held by each of them respectively.

5. The period at which such association shall commence and terminate; which certificate shall be proved or acknowledged, and recorded in the office of the clerk of

How proved
recorded and
filed.

the county where any office of such association shall be established, and a copy thereof filed in the office of the Secretary of State.

Section 17. The certificate required by the last preceding Section, to be recorded and filed in the offices of the Clerk of the County and Secretary of State as aforesaid, or copies thereof duly certified by either of those officers, may be used as evidence in all courts and places for and against any such association.

Certificates
may be used
as evidence.

Section 18. Such association shall have power to carry on the business of banking, by discounting bills, notes and other evidences of debt; by receiving deposits; by buying and selling gold and silver bullion, foreign coins and bills of exchange, in the manner specified in their articles of association for the purposes authorized by this act; by loaning money on real and personal security; and by exercising such incidental powers as shall be necessary to carry on such business; to choose one of their number as President of such association; and to appoint a Cashier, and such other officers and agents as their business may require, and to remove such President, Cashier, officers and agents at pleasure, and appoint others in their place.

General pow-
ers of associa-
tion.

President and
Cashier.

Section 19. The shares of said association shall be deemed personal property, and shall be transferable on the books of the association in such manner as may be agreed on in the articles of association: and every person becoming a shareholder by such transfer, shall, in proportion to his shares, succeed to all the rights and liabilities of prior shareholders: and no change shall be made in the articles of association by which the rights, remedies or security of its existing creditors shall be weakened or impaired. Such association shall not be dissolved by the death or insanity of any of the shareholders therein.

Shares to be
personal prop-
erty, and
how transfer-
able.

Rights of
shareholders.

No change in
articles to im-
pair rights of
creditors.

Association
not dissolved
by death &c.
of sharehold-
ers.

Section 20. It shall be lawful for any association of persons organized under this act, by their articles of asso-

Articles may
provide for
increase of
capital &c.

ciation, to provide for an increase of their capital, and of the number of the associates, from time to time, as they may think proper.

Contracts
how signed,
and suits how
prosecuted.

Section 21. Contracts made by any such association, and all notes and bills by them issued, and put in circulation as money, shall be signed by the President or Vice President and Cashier thereof: and all suits, actions, and proceedings brought or prosecuted by or on behalf of such association, may be brought or prosecuted in the name of the President thereof; and no such suit, action, or proceeding shall abate by reason of the death, resignation or removal from office of such President, but may be continued and prosecuted according to such rules as the courts of law and equity may direct, in the name of his successor in office, who shall exercise the powers, enjoy the rights, and discharge the duties of his predecessor.

Actions may
be maintain-
ed against
president of
association.

Section 22. All persons having demands against any such association, may maintain actions against the President thereof; which suits or actions shall not abate by reason of the death, resignation or removal from office of such President, but may be continued and prosecuted to judgment against his successor: and all judgments and decrees obtained, or rendered against such President for any debt or liability of such association shall be enforced only against the joint property of the association, and which property shall be liable to be taken, and sold by execution under any such judgment or decree.

Not to abate
by his death
or removal.

Judgment
enforced a-
gainst joint
property
only.

Shareholders
not person-
ally liable,
unless arti-
cles of asso-
ciation make
them so.

Section 23. No shareholder of any such association shall be liable in his individual capacity for any contract, debt or engagement of such association, unless the articles of association by him signed shall have declared that the shareholder shall be so liable.

For what pur-
poses to hold
and convey
real estate.

Section 24. It shall be lawful for such association to purchase, hold and convey real estate for the following purposes.

1. Such as shall be necessary for its immediate accommodation in the convenient transaction of its business ; or

2. Such as shall be mortgaged to it in good faith, by way of security for loans made by, or moneys due to, such association : or

3. Such as shall be conveyed to it in satisfaction of debts previously contracted in the course of its dealings : or

4. Such as it shall purchase at sales under judgments, decrees or mortgages held by such association.

The said association shall not purchase, hold or convey real estate in any other case or for any other purpose ; and all conveyances of such real estate shall be made to the President, or such other officer, as shall be indicated for that purpose in the articles of association : and which President or officer, and his successors, from time to time, may sell, assign and convey the same, free from any claim thereon, against any of the shareholders, or any person claiming under them.

Prohibited holding for any other purposes.

Real estate how conveyed.

Sale free from any claim thereon against shareholders.

Section 25. Upon the application of creditors or shareholders of any such association, whose debts or shares shall amount to one thousand dollars, and stating facts, verified by affidavit, the Chancellor may, in his discretion, order a strict examination to be made by one of the Masters of his court, of all the affairs of such association, for the purpose of ascertaining the safety of its investments, and the prudence of its management : and the result of every such examination, together with the opinion of the Master and of the Chancellor thereon, shall be published in such manner as the Chancellor shall direct, who shall make such order in respect to the expenses of such examination, and publication as he may deem proper.

When Chancellor, to order examination of affairs of association

Result may be published.

Section 26. Such association shall, on the first Mondays of January and July in every year after having commenced the business of Banking, as prescribed by this act, make out and transmit to the Comptroller, in the form to be provided

Semi-annual report to be made to Comptroller.

by him, a full statement of the affairs of the association, verified by the oath of the President or Cashier, which statement shall contain.

1. The amount of the capital stock paid in according to the provisions of this act, or secured to be paid :

2. The value of the Real Estate of the association ; specifying what portion is occupied by the association as necessary to the transaction of its business :

3. The shares of stock held by such association whether absolutely, or as collateral security ; specifying each kind and description of stock, and the number and value of the shares of each :

4. The amount of debts due to the association ; specifying such as are due from moneyed or other corporations ; or associations : and also specifying the amount secured by Bond and Mortgage or judgment ; and the amount which ought to be included in the computation of losses.

5. The amount of debts due by such association : specifying such as are payable on demand, and such as are due to moneyed or other corporations or associations :

6. The amount of claims against the association not acknowledged by it as debts :

7. The amount of notes, bills or other evidences of debt issued by such association :

8. The amount of the losses of the association ; specifying whether charged on its capital or profits, since its last preceding statement, and of its dividends declared and made during the same period :

9. The average amount in each month during the preceding six months of the debts due to and from the association ; the average amount of specie possessed by the same during each month, and the amount of bills and notes issued by such association, and put in circulation as money, and outstanding against the association, on the first day of each of the preceding six months.

10. The average amount in each month during the preceding six months due to the association, from all the shareholders in the association, also the greatest amount due to the association in each of the said preceding six months from all the shareholders in such association :

11. The amount which the capital of the said association has been increased during the preceding six months, if there shall have been any increase of the said capital ; and the names of any persons who may have become parties to the said articles of association, or may have withdrawn therefrom since the last report.

It shall be the duty of the Comptroller to cause the statement required to be made by this section, to be published in a newspaper printed in the County where the place of business of such association is situated, and in the state paper ; the expense of which shall be paid by such association.

Statement to be published.

Section 27. If such association shall neglect to make out and transmit the statement required in the last preceding section, for one month beyond the period when the same is required to be made, or shall violate any of the provisions of this act, such association may be proceeded against, and dissolved by the Court of Chancery, in the same manner as any moneyed corporation may be proceeded against and dissolved.

Penalty for neglecting to report or for violating any provision of this act.

Section 28. If any portion of the original capital of any such association shall be withdrawn for any purpose whatever, whilst any debts of the association remain unsatisfied, no dividends or profits on the shares of the capital stock of the association shall thereafter be made, until the deficit of capital shall have been made good, either by subscription of the shareholders, or out of the subsequently accruing profits of the association ; and if it shall appear that any such dividends have been made, it shall be the duty of the Chancellor to make the necessary orders and decrees

If capital withdrawn no dividends to be made.

Penalty for making dividends in such case.

for closing the affairs of the association, and distributing its property and effects among its creditors and shareholders.

Holder of bills entitled to 14 per cent. in case of non payment on demand.

Section 29. Such association shall be liable to pay the holder of every bill or note put in circulation as money, the payment of which shall have been demanded and refused damages for non-payment thereof, in lieu of interest, at and after the rate of fourteen per cent per annum, from the time of such refusal, until the payment of such evidence of debt, and the damages thereon.

List of names of shareholders to be kept and where filed.

Section 30. The President and Cashier of every association formed pursuant to the provisions of this act, shall at all times keep a true and correct list of the names of all the shareholders of such association, and shall file a copy of such list in the office of the clerk of the county, where any office of such association may be located, and also in the office of the Comptroller, on the first Mondays of January and July, in every year.

Bills less than \$1,000 not to be made payable at any place except the office of the Association.

Section 31. It shall not be lawful for any association formed under the provisions of this act, to make any of its bills or notes of a denomination less than one thousand dollars, to be put in circulation as money, payable at any other place than at the office where the business of the association is carried on and conducted.

Repealing clause.

Section 32. The legislature may at any time alter or repeal this act.

Association to have in specie 12½ per cent. of notes in circulation.

Section 33. No association of persons authorized to carry on business of banking under this act, shall at any time, for the space of twenty days, have on hand at their place of business, less than twelve and a half per cent in specie, on the amount of the bills or notes in circulation as money.